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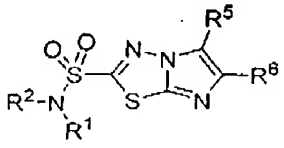
AMENDMENTS TO THE CLAIMS:

This listing of claims replaces all prior versions of claims in the application

1-39 (cancelled)

40 [1]. (currently amended) A compound represented by Formula I:



I

or a pharmaceutically acceptable salt thereof, wherein:

R^1 is selected from the group consisting of:

a) $C(O)R^9$, wherein R^9 is selected from substituted or unsubstituted C(1-18) alkyl, substituted or unsubstituted aryl, substituted or unsubstituted heteroaryl;

b) $C(O)-(CH_2)_n-(C(O))_p-(OCH_2CH_2)_mOR^{10}$, wherein n=0-6, p=0-1, m=0-22; and R^{10} is H, substituted or unsubstituted C(1-6) alkyl, substituted or unsubstituted aryl, substituted or unsubstituted heteroaryl; and

c) $C(O)-(CHR^{11})_n-NR^{12}R^{13}$ wherein n=1-5; and R^{11} is selected from the group consisting of: hydrogen, substituted or unsubstituted C(1-8) alkyl, substituted or unsubstituted C(1-8) aralkyl, substituted or unsubstituted C(1-8) aryl, and substituted or unsubstituted C(1-8) heteroaryl; and wherein R^{12} and R^{13} are individually selected from the group consisting of: hydrogen, substituted or unsubstituted C(1-8) alkyl, substituted or unsubstituted C(1-8) aralkyl, substituted or unsubstituted C(1-8) aryl, substituted or unsubstituted C(1-8) heteroaryl, substituted or unsubstituted C(1-8) alkylcarbonyl, substituted or unsubstituted C(1-8) arylcarbonyl, and substituted or unsubstituted C(1-8) heteroarylcarbonyl; or wherein R^{12} and R^{13} are combined to form a 5 to 7 membered substituted or unsubstituted heterocyclic ring system;

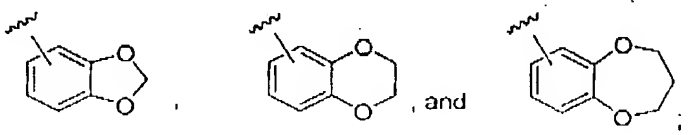
R^2 is H or C(1-4) alkyl;

R^5 is selected from the group consisting of: H, methyl, and substituted or unsubstituted benzyl;

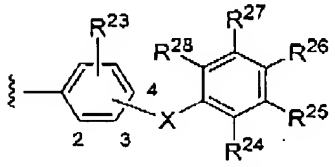
R^6 is selected from the group consisting of:

(i) fluoro C(1-6)-alkyl, substituted and unsubstituted C(6-16)-aryl, substituted and unsubstituted heteroaryl, substituted and unsubstituted coumarinyl, and adamantyl;

(ii)



(iii)



ring A ring B

wherein

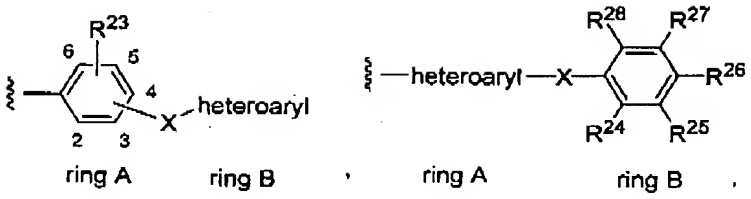
X is represented by a bond, O or $S(O)_n$, wherein n=0, 1, or 2, and is attached to ring A at the 2, 3, or 4 position;

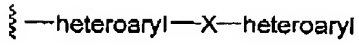
R^{23} on ring A is selected from the group consisting of H, halogen, C(1-8)alkyl, C(1-8) alkoxy and represents up to 4 substitutions;

R^{24} through R^{26} of ring B is independently selected from the group consisting of: H, halogen, C(1-8) alkyl, C(1-8) fluoroalkyl, C(1-8) alkoxy,

wherein any two adjacent R^{24} through R^{28} groups may be combined to form a fused aryl, substituted aryl, heteroaryl, or substituted heteroaryl ring system; and

(iv)



and 

wherein

X is represented by a bond, O or $S(O)_n$, wherein n=0, 1, or 2;

R^{23} on ring A is selected from the group consisting of: H, halogen, C(1-8) alkyl, C(1-8) alkoxy and represents up to 4 substitutions;

R^{24} through R^{28} of ring B are independently selected from the group consisting of: H, halogen, C(1-8) alkyl, C(1-8) fluoroalkyl, and C(1-8) alkoxy; and wherein any two adjacent R^{24} through R^{28} groups may be combined to form a fused aryl, substituted aryl, heteroaryl, or substituted heteroaryl ring system; and

wherein the heteroaryl ring systems of ring A and B contain at least one heteroatom and are substituted or unsubstituted.

41 [2]. (currently amended) The compound, according to claim [1] 40, in which R^1 is $C(O)R^9$, wherein R^9 is selected from substituted or unsubstituted alkyl C(1-18).

42 [3]. (currently amended) The compound, according to claim [2] 41, in which R^1 is $C(O)R^9$, wherein R^9 is substituted or unsubstituted alkyl C(1-8) alkyl.

43 [4]. (currently amended) The compound, according to claim [1] 40, in which R^1 is $C(O)-(CH_2)_n-(C(O))_p-(OCH_2CH_2)_mOR^{10}$, wherein n=0-6, p=0-1, m=0-22; and R^{10} is H, substituted or unsubstituted C(1-6) alkyl.

44 [5]. (currently amended) The compound according to claim [4] 43, in which R^{10} is H or CH_3.

45 [6]. (currently amended) The compound, according to claim [1] 40, in which R^1 is C(O)-$(CHR^{11})_n$-$NR^{12}R^{13}$ wherein n=1-5; R^{11} is selected from the group consisting of: hydrogen, substituted or unsubstituted C(1-8) alkyl, substituted or unsubstituted C(1-8) aralkyl, substituted or unsubstituted C(1-8) aryl, substituted or unsubstituted C(1-8) heteroaryl; and R^{12} and R^{13} are individually selected from the group consisting of: hydrogen, substituted or unsubstituted C(1-8) alkyl, substituted or unsubstituted C(1-8) aralkyl, substituted or unsubstituted C(1-8) aryl, substituted or unsubstituted C(1-8) heteroaryl, substituted or unsubstituted C(1-8) alkylcarbonyl, substituted or unsubstituted C(1-8) arylcarbonyl, substituted or unsubstituted C(1-8) heteroarylcarbonyl; or R^{12} and R^{13} are combined to form a 5 or 6 membered substituted or unsubstituted heterocyclic ring system.

46 [7]. (currently amended) The compound, according to claim [6] 45, in which n=1.

47 [8]. (currently amended) The compound, according to claim [6] 45, in which R^{11} is selected from hydrogen, substituted or unsubstituted C(1-8) alkyl.

48 [9]. (currently amended) The compound, according to claim [6] 45, in which R^{12} and R^{13} are individually selected from hydrogen and substituted or unsubstituted C(1-8) alkyl.

49 [10]. (currently amended) The compound, according to claim [6] 45, in which R^{12} and R^{13} are combined to form a 5 or 6 membered substituted or unsubstituted heterocyclic ring system.

50 [11]. (cancelled)

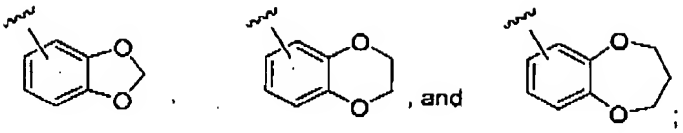
51 [12]. (currently amended) The compound, according to claim [11] 40, in which R^2 is H.

52 [13]. (currently amended) The compound, according to claim [1] 40, in which R^5 is H.

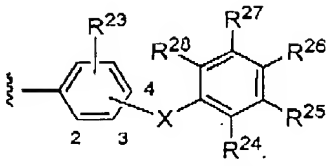
53 [14]. (currently amended) The compound, according to claim [1] 40, in which R^6 is selected from the group consisting of:

(i) fluoro C(1-6)-alkyl, substituted and unsubstituted C(6-16)-aryl, substituted and unsubstituted heteroaryl, substituted and unsubstituted coumarinyl, and adamantyl;

(ii)



(iii)



ring A ring B

wherein

X is represented by a bond, O or $S(O)_n$, wherein n=0, 1, or 2, and is attached to ring A at the 2, 3, or 4 position;

R^{23} on ring A is selected from the group consisting of H, halogen, C(1-8)alkyl, C(1-8) alkoxy and represents up to 4 substitutions;

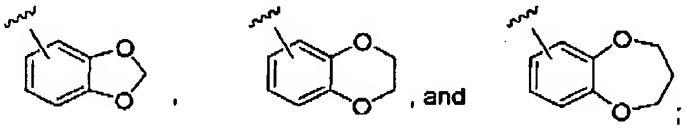
R^{24} through R^{28} of ring B is independently selected from the group consisting of: H, halogen, C(1-8) alkyl, C(1-8) fluoroalkyl, C(1-8) alkoxy,

wherein any two adjacent R^{24} through R^{28} groups may be combined to form a fused aryl, substituted aryl, heteroaryl, or substituted heteroaryl ring system.

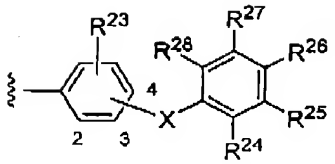
54 [15]. (currently amended) The compound, according to claim [12] 51, in which R^6 is selected from the group consisting of:

(i) substituted and unsubstituted C(6-16)-aryl, substituted and unsubstituted heteroaryl;

(ii)



(iii)



ring A ring B

wherein

X is represented by a bond, O, and is attached to ring A at the 2, 3, or 4 position;

R^{23} on ring A is hydrogen; and

R^{24} through R^{28} of ring B is independently selected from the group consisting of: H, halogen, C(1-8) alkyl, C(1-8) fluoroalkyl and C(1-8) alkoxy.

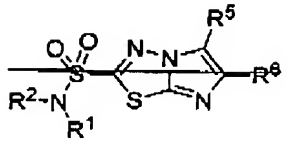
55 [16]. (cancelled)

56 [17]. (currently amended) The compound, according to claim [1] 40, in which the substituents are selected from the group consisting of:

1) H, halogen, nitro, cyano, C(1-8) alkyl, C(1-8) fluoroalkyl, aralkyl, aryl, heteroaryl, C(1-8) alkylcarbonyl, arylcarbonyl, heteroarylcarbonyl, azide, $B(OH)_2$, and adamantyl;
2) XR^{19} wherein X=O or S and R^{19} is C(1-8) alkyl, hydroxyl, C(1-4) alkoxy, fluoroalkyl, aryl, heteroaryl, lower alkylcarbonyl, arylcarbonyl, heteroarylcarbonyl, lower alkylaminocarbonyl, and arylaminocarbonyl; and
3) $NR^{14}R^{15}$ wherein R^{14} and R^{15} are each independently C(1-8) alkyl, or wherein R^{14} and R^{15} are joined to form an alkyl or heteroalkyl ring system,

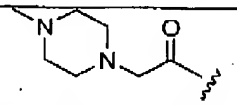
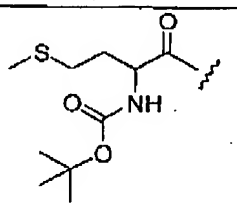
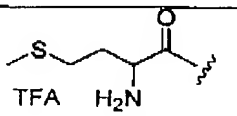
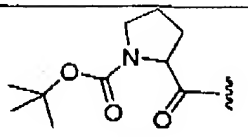
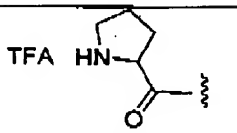
wherein the C(1-8) alkyl, C(1-8) fluoroalkyl, aralkyl, aryl, heteroaryl, C(1-8) alkylcarbonyl, arylcarbonyl, heteroarylcarbonyl, and C(1-4) alkoxy may be further substituted by the substituents from 1), 2), and 3) above.

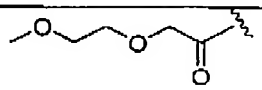
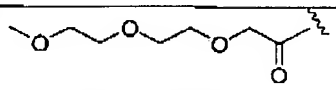
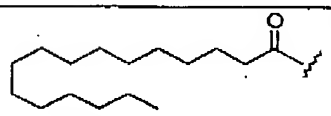
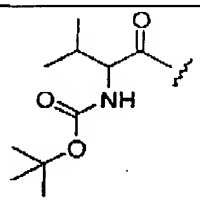
57 [18]. (currently amended) A compound ~~represented by Formula I~~

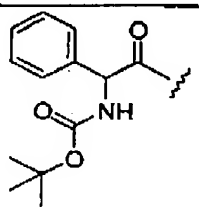
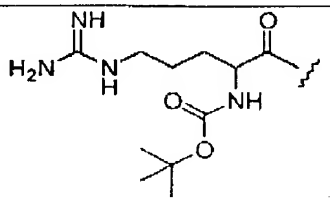


I

, according to claim 40, selected from the group consisting of:

Compound	R^1	R^2	R^5	R^6
15	$CH_3C(O)$-	H	H	Ph
16	$CH_3CH_2CH_2C(O)$-	H	H	Ph
17	*tert*-BuOC(O)-	H	H	Ph
18	Boc(H)N$CH_2C(O)$-	H	H	Ph
19	TFA. $H_2NCH_2C(O)$-	H	H	Ph
20	Ac(H)N$CH_2C(O)$-	H	H	Ph
21		H	H	Ph
22	$HO_2CCH_2CH_2C(O)$-	H	H	Ph
23		H	H	Ph
24		H	H	Ph
25		H	H	Ph
26		H	H	Ph
27	$(CH_3)_2NCH_2C(O)$-	H	H	4'-F-Ph
28	$CH_3C(O)$-	H	H	diox-Ph

Compound	R^1	R^2	R^5	R^6	
29	$CH_3OCH_2C(O)$-	H	H	diox-Ph	;
30	$CH_3CH_2CH_2C(O)$-	H	H	diox-Ph	;
31	$CH_3C(O)$-	H	H	4-morph-Ph	;
32	$CH_3OCH_2C(O)$-	H	H	4-morph-Ph	;
33	$CH_3CH_2CH_2C(O)$-	H	H	4-morph-Ph	;
34	$CH_3C(O)$-	H	H	3'-MeO-biPh	;
35	$CH_3OCH_2C(O)$-	H	H	3'-MeO-biPh	;
36	$CH_3CH_2CH_2C(O)$-	H	H	3'-MeO-biPh	;
37	$CH_3C(O)$-	H	H	3'-CF_3-biPh	;
38	$CH_3CH_2CH_2C(O)$-	H	H	3'-CF_3-biPh	;
39	$CH_3OCH_2C(O)$-	H	H	3'-CF_3-biPh	;
40	$CH_3CH_2CH_2C(O)$-	H	H	3'-CF_3-biPh	;
41		H	H	3'-CF_3-biPh	;
42		H	H	3'-CF_3-biPh	;
43	*tert*-BuOC(O)-	H	H	3'-CF_3-biPh	;
44	$CH_3C(O)$-	H	H	4-(4-Cl-PhO)Ph	;
45	$CH_3OCH_2C(O)$-	H	H	4-(4-Cl-PhO)Ph	;
46	$CH_3CH_2CH_2C(O)$-	H	H	4-(4-Cl-PhO)Ph	;
47		H	H	4-(4-Cl-PhO)Ph	;
48	$PhCH_2OC(O)$-	H	H	4-(4-Cl-PhO)Ph	;
49		H	H	4-(4-Cl-PhO)Ph	;

Compound	R^1	R^2	R^5	R^6
50		H	H	4-(4-Cl-PhO)Ph
51		H	H	4-(4-Cl-PhO)Ph

; and

58 [19]. (cancelled)

59 [20]. (currently amended) The compound, according to claim [1] 40, is a salt encapsulated in an encapsulating agent.

60 [21]. (currently amended) The compound according to claim [20] 59, wherein the encapsulating agent is a cyclodextran.

61 [22]. (currently amended) The compound according to claims [20] 59, wherein the encapsulating agent is hydroxypropylcyclodextran (HPCD).

62 [23]. (currently amended) The compound, according to claim [20] 59, in which the salt is selected from the group consisting of: a sodium salt, an ethanolamine salt, a dimethylaminoethanol salt, and a 4-aminopyridine salt.

63 [24]. (currently amended) The compound according to claim [23] 62, in which the salt is a sodium salt.

64 [25]. (currently amended) The compound, according to claim [1] 40, is a prodrug.

65 [26]. (cancelled)

66 [27]. (currently amended) A pharmaceutical composition comprising a compound, according to claim [1] 40, together with a carrier.

67 [28]. (currently amended) A method of preventing or treating peripheral neuropathy in a subject, the method comprising administering to the subject in need thereof an effective amount of the ~~composition~~compound, according to claim [27] 40.

68 [29]. (currently amended) The method, according to claim [28] 67, in which the peripheral neuropathy is induced by a toxic agent.

69 [30]. (currently amended) The method, according to claim [29] 68, in which the toxic agent is a neurotoxic agent or a chemotherapeutic agent.

70 [31]. (currently amended) The method, according to claim [30] 69, in which the chemotherapeutic agent is dideoxyinosine, deoxy cytizine, D4T, cisplatin, etoposide, vincristine, ~~epilthilone~~epothilone or its derivatives, Taxol™/Taxotere™ or derivatives thereof.

71 [31]. (currently amended) The method, according to claim [30] 69, in which the neurotoxic agent is vincristine, vinblastine, cisplatin, Taxol™, D4T or other antivirals, dideoxy compounds, alcohol, metals, industrial toxins, overdoses of vitamins A, D or B6, penicillin or chloramphenicol.

72 [32]. (currently amended) A method of treating a neurodegenerative disease in a subject, the method comprising administering the subject in need thereof an effective amount of the composition, according to claim [27] 66.

73 [33]. (currently amended) The method, according to claim [32] 72, in which the neurodegenerative disease is Alzheimer's disease, Parkinson's disease, ALS, Huntington's disease, muscular dystrophy, diabetes, HIV, an ischemic insult, retinal ganglion loss following acute ocular stroke or glaucoma, a neurodegenerative condition resulting from a viral infection, and a neuropathy resulting from the use of chemotherapeutic agents used in the treatment of HIV and cancer.

74 [34]. (currently amended) The method, according to claim [32] 72, in which the neurodegenerative disease is a degenerative disease of the eye.

75 [35]. (currently amended) A method of treating a neurodegenerative disease in a subject, the method comprising co-administering to the subject in need thereof the composition, according to

claim [27] 66, with COX-2 inhibitors, NSAIDS, acetylcholinesterase inhibitors, L-dopa, ACE inhibitors or insulin.

76 [36]. (currently amended) A method of inducing axonal growth and/or repair in a subject, the method comprising administering the subject in need thereof an effective amount of the composition according to claim [27] 66.

77 [37]. (currently amended) A method of inducing axonal growth and/or repair in a subject, the method comprising administering to the subject in need thereof the composition, according to claim [27] 66.

78 [38]. (cancelled)

79 [39]. (currently amended) A method of treating a proliferative disease in a subject, the method comprising administering to the subject in need thereof an effective amount of the composition, according to claim [27] 66.

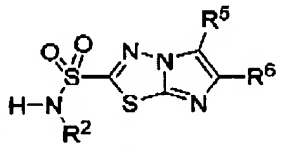
80 [40]. (currently amended) The method, according to claim [39] 79, in which the proliferative condition is cancer.

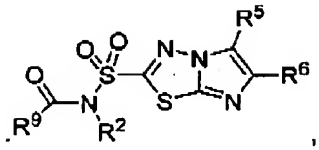
81 [41]. (currently amended) The method, according to claim [40] 80, in which the cancer is selected from the group consisting of prostate, colon, neuroblastoma, medulloblastoma, and breast cancer.

82 [42]. (currently amended) A method of treating a proliferative disease in a subject, the method comprising co-administering to the subject in need thereof the composition, according to claim [27] 66, with a chemotherapeutic.

83 [43]. (currently amended) The method, according to claim [42] 82, in which the chemotherapeutic is Taxol, cisplatin or vinca alkaloids.

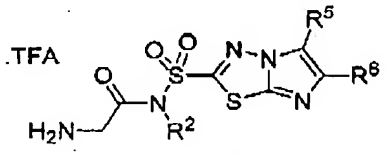
84 [44]. (currently amended) A process for producing a compound of Formula 1, according to claim [1] 40, the process comprising:

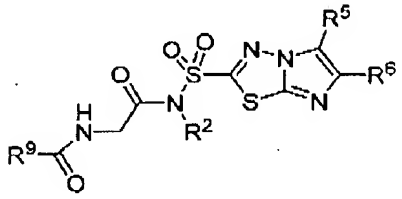
coupling the sulfonamide:  and either R^9COCl or $(R^9CO)_2O$ in a solvent and a base so as to produce the following:



wherein R^2, R^5, R^6, and R^9 are as defined herein.

85 [44]. (currently amended) A process for producing a compound of Formula I, according to claim [1] 40, the process comprising:

coupling the sulfonamide:  and either R^9COCl or $(R^9CO)_2O$ in a solvent and a base so as to produce the following:



wherein R^2, R^5, R^6, and R^9 are as defined herein.